



THE UNITED STATES
CORPORATION
COMPANY

F00000002776

ACCOUNT NO. : 072100000032

REFERENCE : 686159 7202443

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 11 PM 1:11

ORDER DATE : May 4, 2000

ORDER TIME : 8:45 AM

ORDER NO. : 686159-015

CUSTOMER NO: 7202443

CUSTOMER: Mr. Mark Baltier
Phonetic Systems
1 Vandergraaff Drive

Burlington, MA 01803

500003255745--1
-05/17/00--01043--021
*****78.75 *****78.75
500003255745--1
-05/17/00--01043--022
***1150.00 ***1150.00

FOREIGN FILINGS

NAME: PHONETIC SYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward

RECEIVED
00 MAY 11 AM 10:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 11 PM 1:05

h/p
5/11
A DM - 1,150.00
70.00
CF
8.75
CNY

57



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 11, 2000

DARLENE WARD
CSC
TALLAHASSEE, FL

SUBJECT: PHONETIC SYSTEMS, INC.
Ref. Number: W00000012377

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 11 PM 1:57

We have received your document for and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being retained for the following:

The application indicates that PHONETIC SYSTEMS, INC. has been transacting business in Florida since September 30, 1999. If this is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 800A000264

RESUBMIT

Please give original
filing date as file date.

RECEIVED
00 MAY 16 AM 10:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Phonetic Systems, Inc.

(Name of corporation - must include suffix)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 11 PM 1:57

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

MARK BALTIER

(Name of Person)

Phonetic Systems Inc.

(Firm/Company)

ONE VAN DE GRAAFF DRIVE

(Address)

BURLINGTON, MA 01803

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

MARK BALTIER

(Name of Person)

at (781) 229-7530

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☒ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 11 PM 1:57

1. Phonetic Systems, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 52-2088513

(FEI number, if applicable)

4. March 24, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. September 30, 1999

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Phonetic Systems, Inc., Suite 103, 1 Van de Graaff Drive

Burlington, MA 01803

(Current mailing address)

To engage in the marketing and sales of computer software. To engage in any act or activity for which corporations may be organized.

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

, Florida, 32301

(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: 

(Registered agent's signature)

Jason Soulier Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
90 MAY 11 PM 1:57

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

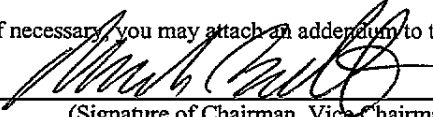
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mark Baltier, Secretary
(Typed or printed name and capacity of person signing application)

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Phonetic Systems, Inc.

List of Officers

Name: Sheldon Dinkes **Title:** President & CEO
Bus. Addr.: c/o Phonetic Systems One Van de Graaff Drive, Burlington, MA 01803

Name: Mark Baltier **Title:** Secretary/Treasurer
Bus. Addr.: c/o Phonetic Systems One Van de Graaff Drive, Burlington, MA 01803

List of Directors

Name: Sheldon Dinkes **Term:** Mar 28, 2003
Bus. Addr.: c/o Phonetic Systems One Van de Graaff Drive, Burlington, MA 01803

Name: Mark Baltier **Term:** Mar 28, 2003
Bus. Addr.: c/o Phonetic Systems One Van de Graaff Drive, Burlington, MA 01803

Name: Hezi Resnekov **Term:** Mar 28, 2003
Bus. Addr.: c/o Phonetic Systems One Van de Graaff Drive, Burlington, MA 01803

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00 MAY 11 PM 1:57

State of Delaware
Office of the Secretary of State

PAGE 1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 11 PM 1:57

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "PHONETIC SYSTEMS, INC." IS DULY
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN
GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE
RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF MAY, A.D.
2000. - - - - - - - - - -



Edward J. Freel

Edward J. Freel, Secretary of State

2874695 8300

001231094

AUTHENTICATION: 0422604

DATE: 05-05-00